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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:	: Chapter 11
	:
CIT GROUP INC. and	: Case No. 09-16565 (ALG)
CIT GROUP FUNDING COMPANY	:
OF DELAWARE LLC,	:
	:
Debtors. <sup>1</sup>	: (Motion for Joint Administration Pending)
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**A. AGENDA FOR HEARING ON "FIRST-DAY" MOTIONS**

Time and Date of Hearing: November 3, 2009 at 9:30 a.m. (Prevailing Eastern Time)

Location of Hearing: Judge Allan L. Gropper, Chambers Room 617 United States  
Bankruptcy Court for the Southern District of New York,  
Alexander Hamilton Custom House, One Bowling Green  
New York, New York 10004-1408

Copies of Motions: A copy of each of the First Day Motions can be viewed on the  
Court's website at [www.ecf.nysb.uscourts.gov](http://www.ecf.nysb.uscourts.gov) and at the CIT  
Group Legal Information Website at  
<http://www.kccllc.net/citgroup>. You may also request copies by  
emailing [citgroup@kccllc.com](mailto:citgroup@kccllc.com).

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<sup>1</sup> CIT Group Inc. is located at 505 Fifth Avenue, New York, NY 10017. Its tax identification number is 65-xxx1192. In addition to CIT Group Inc., CIT Group Funding Company of Delaware LLC, Case No. 09-16566, is a debtor in these related cases. CIT Group Funding Company of Delaware LLC is located at 1 CIT Drive, Livingston, NJ 07039. Its tax identification number is 98-xxx9146.

## **I. Introduction and Request for First Day Hearing**

### **1. "First Day Affidavit"**

Declaration Pursuant to Local Bankruptcy Rule 1007-2 and in Support of Chapter 11 Petitions and Various First Day Applications and Motions  
(Docket No. 2)

## **II. First-Day Matters**

### **PROCEDURAL AND ADMINISTRATIVE MATTERS**

- 2. "Joint Administration Motion"** – Debtors' Motion for Order (I) Directing Joint Administration of the Chapter 11 Cases under Fed. R. Bankr. P. 1015(b), (II) Waiving Requirements of 11 U.S.C. § 342(c)(1) and Fed. R. Bankr. P. 1005 and 2002(n), and (III) Authorizing Debtors to File Required Monthly Operating Reports on a Consolidated Basis  
(Docket No. 3)

Status: This matter will be going forward.

- 3. "Consolidated Creditor List Motion"** – Debtors' Motion for Order under 11 U.S.C. § 521, Fed. R. Bankr. P. 1007(d), and Local Bankr. R. 1007-1 Authorizing Debtors to (I) Prepare Consolidated List of Creditors in Lieu of Mailing Matrix and (II) Mail Initial Notices  
(Docket No. 4)

Status: This matter will be going forward.

- 4. "Schedules and Statements Motion"** – Debtors' Motion for Order under 11 U.S.C. §§ 105 and 521 and Fed. R. Bankr. P. 1007 (I) Extending Time for Debtors to File their Schedules of Assets and Liabilities and Statements of Financial Affairs, (II) Permanently Waiving Same Upon Confirmation of Debtors' Prepackaged Plan and (III) Waiving Requirements to File Equity List and Serve Notice of Commencement on Equity Security Holders  
(Docket No. 5)

Status: This matter will be going forward.

5. **"FBG Retention Application"** – Debtors' Application for Order under 11 U.S.C. §§ 327(a) and 328 and Fed. R. Bankr. P. 2014 and 3017 Authorizing Employment and Retention of Financial Balloting Group LLC ("FBG") as Voting Agent and Special Noticing Agent for Publicly-Held Securities (Docket No. 6)

Status: This matter will be going forward.

6. **"KCC Retention Application"** – Debtors' Application for Order under 28 U.S.C. § 156(c), Fed. R. Bankr. P. 2002 and Local Bankr. R. 5075-1 Authorizing Kurtzman Carson Consultants LLC ("KCC") to Act as Noticing and Claims Agent (Docket No. 7)

Status: This matter will be going forward.

7. **"Solicitation, Disclosure Statement and Plan Confirmation Scheduling Motion"** – Debtors' Motion under 11 U.S.C. §§ 105, 341, 1125, 1126, and 1129 and Fed. R. Bankr. P. 2002, 3017, 3018, and 3020 (I) For Order (A) Scheduling Combined Hearing on Adequacy of Disclosure Statement and Confirmation of Plan, (B) Establishing Procedures for Objecting to Disclosure Statement and Plan, (C) Approving Form and Manner of Notice of Combined Hearing and (D) Waiving Requirement for Meetings of Creditors or Equity Security Holders, and (II) For Order (A) Approving Prepetition Solicitation Procedures (B) Approving Adequacy of Disclosure Statement and (C) Confirming Plan of Reorganization (Docket No. 13)

Status: This matter will be going forward.

8. **"Case Management Motion"** – Debtors' Motion for Order under 11 U.S.C. §§ 102(1) and 105, Fed. R. Bankr. P. 2002(m), 9006, 9007 and 9014 and Local Bankr. R. 1007-2(e) and 9014-2(f) Establishing (I) Omnibus Hearing Dates, (II) Certain Notice, Case Management and Administrative Procedures and (III) Scheduling Initial Case Conference in Accordance with Local Bankr. R. 1007-2(e) and 9014-2(f) (Docket No. 8)

Status: This matter will be going forward.

## OPERATIONAL MATTERS

9. **"Cash Management Motion"** – Debtors' Motion for Interim and Final Orders under 11 U.S.C. §§ 105, 345, 363, 364, 503(b)(1), 553, 1107 and 1108 and Fed. R. Bankr. P. 6003 Authorizing (I) Continued Use of Existing Cash Management System and Bank Accounts, (II) Waiver of Certain U.S. Trustee Requirements, (III) Extending the Time to Comply with the Requirements of Section 345(b) of the Bankruptcy Code, and (IV) Continuation of Intercompany Transactions and Grant of Superpriority Status and First Priority Liens on Account of Intercompany Claims  
(Docket No. 10)

Status: This matter will be going forward on an interim basis. This motion will be heard further at least 20 days after the Petition Date, at which time a proposed final order will be submitted to the Court.

10. **"LC Facility Motion"** – Debtors' Emergency Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 362, 363 and 364 and Fed. R. Bankr. P. 2002 and 4001 and Local Bankr. R. 4001-2 (I) Authorizing CIT Group Inc. to Enter Into a New Secured Letter of Credit Facility and (II) Scheduling Final Hearing  
(Docket No. 15)

Status: This matter will be going forward on an interim basis. This motion will be heard further at least 20 days after the Petition Date, at which time a proposed final order will be submitted to the Court.

11. **"JPMorgan Stipulation"** – Debtors' Emergency Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105 and 363 and Fed. R. Bankr. P. 2002, 4001 and 9019 Authorizing CIT Group Inc. to Enter Into Stipulation with JPMorgan Chase Bank, N.A.  
(Docket No. 17)

Status: This matter will be going forward on an interim basis. This motion will be heard further at least 20 days after the Petition Date, at which time a proposed final order will be submitted to the Court.

- 12. "Employee Wages and Benefits Motion"** –Debtors' Motion for Interim and Final Orders under 11 U.S.C. §§ 105, 363(b), 507(a), 541, 1107(a) and 1108 Authorizing, but Not Directing, Debtors *Inter Alia* to Maintain Employee Benefits and Pay Prepetition Wages and Compensation (Docket No. 12)

Status: This matter will be going forward on an interim basis. This motion will be heard further at least 20 days after the Petition Date, at which time a proposed final order will be submitted to the Court.

- 13. "Tax Motion"** – Debtors' Motion For Interim and Final Orders under 11 U.S.C. §§ 105, 363(b), 507(a)(8), 1107(a), 1108 and 1129 Authorizing, but Not Directing, the Debtors to Pay Certain Prepetition Taxes and Related Relief (Docket No. 14)

Status: This matter will be going forward on an interim basis. This motion will be heard further at least 20 days after the Petition Date, at which time a proposed final order will be submitted to the Court.

- 14. "Unimpaired Ordinary Course Claims Motion"** – Debtors' Motion for Interim and Final Orders under 11 U.S.C. §§ 105, 363, 503(b)(9), 1107 and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of Unimpaired Ordinary Course Claims in the Ordinary Course of Business (Docket No. 9)

Status: This matter will be going forward on an interim basis. This motion will be heard further at least 20 days after the Petition Date, at which time a proposed final order will be submitted to the Court.

- 15. "Equity Securities and Claims (NOLs) Trading Motion"** – Debtors' Motion for Interim and Final Orders under 11 U.S.C. §§ 105, 362 and 541 and Fed. R. Bankr. P. 3001 and 3002 Establishing Notice and Hearing Procedures for Trading in Equity Securities and Claims Against the Debtors' Estates (Docket No. 11)

Status: This matter will be going forward on an interim basis. This motion will be heard further at least 20 days after the Petition Date, at which time a proposed final order will be submitted to the Court.

**16. "Honor Cease and Desist Orders Motion"** – Debtors' Motion for Interim and Final Orders under 11 U.S.C. §§ 105 and 363 and Fed. R. Bankr. P. 6003 and 6004 Authorizing, but Not Directing, Debtors to Honor the Written Agreement with the Federal Reserve and the Cease and Desist Orders with Respect to Federal Depository Institution Regulatory Agencies in the Ordinary Course of Business  
(Docket No. 16)

Status: This matter will be going forward on an interim basis. This motion will be heard further at least 20 days after the Petition Date, at which time a proposed final order will be submitted to the Court.

**B. ADVERSARY PROCEEDINGS**

Time and Date of Hearing: November 3, 2009 at 9:30 a.m. (Prevailing Eastern Time)

Location of Hearing: Judge Allan L. Gropper, Chambers Room 617 United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green New York, New York 10004-1408

Copies of Motions: A copy of each pleading can be viewed on the Court's website at [www.ecf.nysb.uscourts.gov](http://www.ecf.nysb.uscourts.gov) and at the CIT Group Legal Information Website at <http://www.kccllc.net/citgroup>. You may also request copies by emailing [citgroup@kccllc.com](mailto:citgroup@kccllc.com).

**1. "Motion for TRO Regarding CIT Rail"** - Debtors' Motion for (I) A Temporary Restraining Order and Preliminary Injunction Pursuant to 11 U.S.C. § 105, Rules 7001(7), 7001(9) and 7065 of the Federal Rules of Bankruptcy Procedure and Rule 65 of the Federal Rules of Civil Procedure or, in the Alternative, (II) an Order Extending the Automatic Stay under 11 U.S.C. § 362(a)  
(Adv. Proc. No. 09-01713, Docket No. 2)

Status: This matter will be going forward seeking a temporary restraining order and to set a hearing (on a date and at a time to be determined by the Court) at which hearing cause must be shown why a preliminary injunction should not be entered or the automatic stay should not be extended, as requested by the Debtors.

**RELATED PLEADINGS**

A. Debtors' Complaint for Injunctive and Declaratory Relief  
(Adv. Proc. No. 09-01713, Docket No. 1)

- B. Declaration of Barry Nohalty in Support of Debtors' Motion for (I) A Temporary Restraining Order and Preliminary Injunction or, in the Alternative, (II) an Order Extending the Automatic Stay  
(Adv. Proc. No. 09-01713, Docket No. 3)
- C. Declaration of L.P. Harrison 3rd Pursuant to Local Bankruptcy Rule 9077-1 in Support of Debtors' Motion for (I) A Temporary Restraining Order and Preliminary Injunction or, in the Alternative, (II) An Order Extending the Automatic Stay  
(Adv. Proc. No. 09-01713, Docket No. 4)
- D. Declaration of T. Barry Kingham in Support of Debtors' Motion for (I) A Temporary Restraining Order and Preliminary Injunction or, in the Alternative, (II) an Order Extending the Automatic Stay  
(Adv. Proc. No. 09-01713, Docket No. 5)

Dated: New York, New York  
November 2, 2009

SKADDEN, ARPS, SLATE, MEAGHER  
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